

# **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**MAY 1, 2012 - MAY 31, 2012**

<b>Matter Code</b>	<b>Project Category</b>	<b>Hours</b>	<b>Amount</b>
0013	Business Operations	4.6	\$ 3,335.00
0014	Case Administration	9.0	2,094.50
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	3.5	2,597.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	15.3	11,820.00
0018	Fee Application, Applicant	13.0	5,768.50
0019	Creditor Inquiries	0.6	513.00
0020	Fee Application, Others	7.7	2,080.50
0022	Environmental Matters/Regulations/Litigation	5.4	3,915.00
0036	Plan and Disclosure Statement	8.7	6,970.50
0037	Hearings	4.9	3,552.50
	<b>Total</b>	<b>72.7</b>	<b>\$ 42,647.00</b>

## STROOCK

## INVOICE

DATE	June 20, 2012
INVOICE NO.	565965
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through May 31, 2012, including:

RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Memorandum to Capstone re: AOP conference call.	Krieger, A.	0.1
05/02/2012	Memoranda with Capstone, R. Higgins re: AOP conference call (.1); memoranda with Debtors' counsel re: call (.1).	Krieger, A.	0.2
05/03/2012	Exchanged memoranda with Capstone re: Helios transaction (.2); attend to materials received on Project Helios (.6); attend to 2012 Operating Plan (.7).	Krieger, A.	1.5
05/09/2012	Conference call with representatives for all parties-in-interest re: 2012 AOP (1.0); follow up call with Capstone (.2).	Krieger, A.	1.2
05/15/2012	Attend to Debtors' motion to implement Long-Term Incentive Plan.	Krieger, A.	0.2
05/16/2012	Attend to Debtors' motion re: 2012 LTIP Program.	Krieger, A.	0.6

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
05/18/2012	Memoranda with Capstone re: LTIP motion.	Krieger, A.	0.1
05/24/2012	Exchanged memoranda with Capstone re: LTIP motion (.5); t/c R. Higgins re: same (.2).	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	4.6	\$ 725	\$ 3,335.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,335.00
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TOTAL FOR THIS MATTER	\$ 3,335.00
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## STROOCK

RE	Case Administration 699843 0014		
DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Attend to order re: May 23 hearing.	Krieger, A.	0.1
05/01/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain documents for attorney review (.5); update internal case docket (.1); obtain recent pleading re: appeals case no. 11-199 (.2);	Mohamed, D.	1.1
05/04/2012	Circulate docket updates to working group.	Magzamen, M.	0.2
05/09/2012	Circulate docket updates & working group.	Magzamen, M.	0.2
05/11/2012	Obtain and circulate recently docketed pleading in main case (.2); monitor appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.4
05/14/2012	Obtain and circulate recently docketed pleadings in main case (.5); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.7
05/15/2012	Review appeals case docket no. 11-199 (.1); review case file documents (.4).	Mohamed, D.	0.5
05/16/2012	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6
05/17/2012	Monitor appeals case docket no. 11-199.	Mohamed, D.	0.1
05/18/2012	Attend to orders revising hearing schedule (.1); o/c DM re: court call arrangements for 5/23/12 hearing (.1).	Krieger, A.	0.2
05/18/2012	Obtain and circulate recently docketed pleadings in main case (.8); schedule A. Krieger to appear telephonically at 5/23/12 hearing (.1); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	1.1
05/21/2012	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
05/22/2012	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
05/23/2012	Review appeals case docket nos. 11-199 and 12-1402 (.2); update internal case docket (.1); obtain documents for attorney review (.2).	Mohamed, D.	0.5
05/24/2012	Review appeals case docket no. 11-199.	Mohamed, D.	0.1
05/25/2012	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
05/29/2012	Obtain and circulate recent pleadings re: Appeals case docket nos. 11-199 and 12-1402 for attorney review.	Mohamed, D.	0.3
05/30/2012	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.5
05/31/2012	Obtain and circulate recently docketed pleadings in main case (.7); review appeals case docket no. 11-199 (.1); review case file documents (.5).	Mohamed, D.	1.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.3	\$ 725	\$ 217.50
Magzamen, Michael	0.4	335	134.00
Mohamed, David	8.3	210	1,743.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,094.50	
TOTAL FOR THIS MATTER		\$ 2,094.50	

## STROOCK

RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015
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DATE	DESCRIPTION	NAME	HOURS
05/03/2012	Attend to settlement notice re: Locke settlement and prepare memorandum of additional questions for Debtors' counsel (.8); exchanged memoranda with Debtors' counsel re: same and extended response deadline (.1).	Krieger, A.	0.9
05/04/2012	Memoranda with Debtors' counsel re: conference call to discuss Locke settlement.	Krieger, A.	0.1
05/07/2012	Preparation for and t/c R. Higgins re: Locke settlement (.5); review stipulation among the parties (.4).	Krieger, A.	0.9
05/08/2012	Review memo to Committee re: Locke claims.	Kruger, L.	0.2
05/15/2012	Attend to Debtors' written objection to Fair Harbor Capital's notice of Non-Default Contract Rate of Interest.	Krieger, A.	0.5
05/21/2012	Attend to memorandum re: Debtors' objection to Fair Harbor Capital's note of non-default interest rate.	Krieger, A.	0.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	3.3	\$ 725	\$ 2,392.50
Kruger, Lewis	0.2	1,025	205.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,597.50	

TOTAL FOR THIS MATTER	\$ 2,597.50
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## STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Review AOP materials.	Kruger, L.	0.3
05/01/2012	Review WRG AOP deck.	Pasquale, K.	0.5
05/03/2012	Review Helios materials.	Kruger, L.	0.3
05/06/2012	Preparation of memorandum for the Committee re: proposed settlement of the Big Tex Site claim (.8); preparation of memorandum for the Committee re: proposed settlement of remaining Locke discrimination claim (1.3).	Krieger, A.	2.1
05/07/2012	Review Garlock pleadings.	Kruger, L.	0.3
05/08/2012	Memorandum for the Committee re: Locke settlement.	Krieger, A.	1.1
05/08/2012	O/c with A. Krieger re: Garlock hearing (.1); t/c with K. Pasquale re: Garlock hearing (.2).	Kruger, L.	0.3
05/09/2012	Attended to memorandum for the Committee re: 5/18/12 Argument before Judge Buckwalter, Third Circuit decision in Federal Mogul referred to by Debtors' counsel.	Krieger, A.	4.4
05/09/2012	Review memo to Committee re: Garlock hearing before Judge Buckwalter (.4); o/c with A. Krieger re: AOP phone call (.2).	Kruger, L.	0.6
05/10/2012	Attend to Committee memorandum re: Big Tex Site Settlement.	Krieger, A.	0.4
05/11/2012	Attend to Capstone's memorandum for the Committee re: Helios acquisition and exchanged memorandum with Capstone re: comments/questions.	Krieger, A.	1.1
05/11/2012	Review Capstone memo re: Helios.	Kruger, L.	0.3
05/18/2012	Attend to Committee memorandum re: settlement of Big Tex site claims.	Krieger, A.	1.3



## STROOCK

DATE	DESCRIPTION	NAME	HOURS
05/22/2012	Preparation for conference call with Committee member re: status of case (.9); o/c KP re: pending motions and emergence issues (.2); t/c Committee member re pending matters and emergence issues (.5).	Krieger, A.	1.6
05/30/2012	Attend to Capstone's draft report to the Committee re: 2012 LTIP and o/c J. Dolan re: comments on same.	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	12.7	\$ 725	\$ 9,207.50
Kruger, Lewis	2.1	1,025	2,152.50
Pasquale, Kenneth	0.5	920	460.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 11,820.00
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TOTAL FOR THIS MATTER	\$ 11,820.00
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## STROOCK

RE	Fee Application, Applicant 699843 0018			
DATE	DESCRIPTION	NAME	HOURS	
05/10/2012	Attend to preparation of 44th quarterly fee application.	Krieger, A.	2.4	
05/11/2012	Attend to 44th quarterly fee application.	Krieger, A.	2.5	
05/14/2012	Complete draft of 44th quarterly fee application.	Krieger, A.	1.0	
05/14/2012	Prepare draft of SSL's 133rd monthly fee application for attorney review.	Mohamed, D.	1.1	
05/15/2012	Revise draft of SSL's 44th quarterly fee application.	Mohamed, D.	1.2	
05/18/2012	Finalize SSL's 44th quarterly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7).	Mohamed, D.	2.1	
05/23/2012	Revise draft of SSL's 133rd monthly fee application for attorney review.	Mohamed, D.	0.8	
05/30/2012	Finalize SSL's 133rd monthly fee application for filing (.7); prepare notice and CoS re same and forward to local counsel for filing (.6); prepare and effectuate service re fee application (.6).	Mohamed, D.	1.9	
SUMMARY OF HOURS		HOURS	RATE	TOTAL
Krieger, Arlene G.		5.9	\$ 725	\$ 4,277.50
Mohamed, David		7.1	210	1,491.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 5,768.50	
TOTAL FOR THIS MATTER			\$ 5,768.50	

## STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Telephone conference creditor re: confirmation status.	Pasquale, K.	0.2
05/10/2012	Telephone conference creditor re: court hearing.	Pasquale, K.	0.2
05/21/2012	Exchanged memoranda with Capstone re: creditors inquiry on status of appellate proceedings.	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.2	\$ 725	\$ 145.00
Pasquale, Kenneth	0.4	920	368.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 513.00
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TOTAL FOR THIS MATTER	\$ 513.00
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## STROOCK

RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Attend to applications of other professionals.	Krieger, A.	0.1
05/08/2012	Attend to fee applications from other professionals.	Krieger, A.	0.1
05/09/2012	Attend to fee applications, certification of other professionals.	Krieger, A.	0.1
05/14/2012	Review and finalize Capstone's 98th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.8
05/15/2012	Attend to fee applications, certifications, Fee Auditor's statements re: other professionals.	Krieger, A.	0.2
05/15/2012	Revise draft of Capstone's 33rd quarterly fee application.	Mohamed, D.	1.1
05/16/2012	Finalize Capstone's 33rd quarterly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7).	Mohamed, D.	2.1
05/21/2012	Attend to fee applications of other professionals.	Krieger, A.	0.4
05/31/2012	Review and finalize Capstone's 99th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local counsel for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
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# STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.9	\$ 725	\$ 652.50
Mohamed, David	6.8	210	1,428.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,080.50
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TOTAL FOR THIS MATTER	\$ 2,080.50
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## STROOCK

RE	Environmental Matters/Regulations/Litigation 699843 0022
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DATE	DESCRIPTION	NAME	HOURS
05/04/2012	Attend to proposed settlement of the Big Tex Site and prepare draft memorandum for the Committee re: same (4.3); memorandum to Debtors' counsel re: information request re: Big Tex Site settlement (.4).	Krieger, A.	4.7
05/07/2012	Exchanged memoranda with R. Higgins, H. Feichko re: Big Tex Site conference call.	Krieger, A.	0.2
05/10/2012	Preparation for and conference call Debtors' counsel re: Big Tex Site settlement.	Krieger, A.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	5.4	\$ 725	\$ 3,915.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,915.00
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TOTAL FOR THIS MATTER	\$ 3,915.00
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## STROOCK

RE	Expenses 699843 0024
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 0.00
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MATTER DISBURSEMENT SUMMARY
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Outside Messenger Service	\$ 161.06
Local Transportation	46.93
Long Distance Telephone	2.73
Duplicating Costs-in House	0.50
O/S Information Services	227.28
Travel Expenses - Transportation	263.00
Travel Expenses - Lodging	386.32
Westlaw	30.36

TOTAL DISBURSEMENTS/CHARGES	\$ 1,118.18
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TOTAL FOR THIS MATTER	\$ 1,118.18
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## STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
05/04/2012	Attend to State of Montana's limited objection to Libby Settlement.	Krieger, A.	0.2
05/07/2012	Review Garlock motion for reargument and opposition pleadings re: 5/8/12 district court hearing on same.	Krieger, A.	1.9
05/07/2012	Prep for court hearing - review Garlock pleadings.	Pasquale, K.	1.2
05/08/2012	Attend argument before the District Court on Garlock's motion for reargument, rehearing (2.0); o/c LK re: argument (.1).	Krieger, A.	2.1
05/08/2012	Court hearing re: confirmation reconsideration.	Pasquale, K.	2.2
05/30/2012	Attend to Anderson Memorial's motion for relief from District Court's confirmation decision and Wright case.	Krieger, A.	1.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	5.3	\$ 725	\$ 3,842.50
Pasquale, Kenneth	3.4	920	3,128.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 6,970.50
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TOTAL FOR THIS MATTER	\$ 6,970.50
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## STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
05/08/2012	Travel to and from Philadelphia for argument on Garlock's motion for reargument, rehearing before the District Court.	Krieger, A.	4.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	4.9	\$ 725	\$ 3,552.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,552.50
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TOTAL FOR THIS MATTER	\$ 3,552.50
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 42,647.00
TOTAL DISBURSEMENTS/CHARGES	\$ 1,118.18
TOTAL BILL	\$ 43,765.18

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.